FORM D

UNITED STATES SECURITIES AND EXCHANGE COMMISSION RECEIVED Washington, D.C. 20549

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April 30, 2008

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FORM D

DEC 2 6 2007

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION, **SECTION 4(6), AND/OR**

UNIFORM LIMITED OFFERING EXEMPTION

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Name of Offering (check if this is an amendment and name has cha	anged, and indicate	change.)			
Mission Park Green, DST			· · · · · · · · · · · · · · · · · · ·		***
Filing Under (Check box(es) that apply): Rule 504	Rule 505	X Rule 50	06 🔲	Section 4(6)	□ ULOE
Type of Filing: ☐ New Filing ☐ Amendment					
A. BASIC II	DENTIFICATION	DATA			
1. Enter the information requested about the issuer					
Name of Issuer (check if this is an amendment and name has cha	nged, and indicate	change.)			
Mission Park Green, DST					
Address of Executive Offices (Number and Street, City	, State, Zip Code)	Te	elephone Numb	er (Including Ar	ea Code)
10467 White Granite Drive, Suite 300, Oakton, VA 22124	ł		(703) 279-1	1300	
Address of Principal Business Operations (Number and Street, City	, State, Zip Code)	Te	elephone Numb	er (Including Ar	ea Code)
(if different from Executive Offices)		-			200ED
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Brief Description of Business			\ \ \		
The acquisition, lease and sale of property held by the Del	aware Statutory T	Frust.	\	IAN (7 2008
The second secon			1	4	
Type of Business Organization	al-aadsi fammad	Г	Tather (nlesse	V THO	MSON
☐ corporation ☐ limited partnership, a ☐ business trust ☐ limited partnership, a	•	<u> </u>	1 Other (prease	FINA	NCIAL
	onth Y	ear			
Actual or Estimated Date of Incorporation or Organization: 1		7		Estimated	
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S.			r State:		
CN for Canada: FN for	or other foreign juris	sdiction)	D	E	

GENERAL INSTRUCTIONS

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it

due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION-

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (6-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

1 of 9

A. BASIC IDENTIFICATION DATA 2. Enter the information requested for the following: · Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer: Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and · Each general and managing partner of partnership issuers. General and/or ☐ Executive Officer ☐ Director Check Box(es) that Apply: □ Promoter ■ Beneficial Owner Managing Partner Full Name (Last name first, if individual) Mission Residential Holdings, LLC Business or Residence Address (Number and Street, City, State, Zip Code) 10467 White Granite Drive, Suite 300, Oakton, VA 22124 Executive Officer □ Director General and/or Check Box(es) that Apply: Promoter ☐ Beneficial Owner Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ Promoter ☐ Beneficial Owner ☐ Executive Officer ☐ Director ☐ General and/or Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ■ Beneficial Owner ☐ Executive Officer □ Director ☐ General and/or Check Box(es) that Apply: □ Promoter Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Director ☐ General and/or □ Promoter ☐ Beneficial Owner ☐ Executive Officer Check Box(es) that Apply: Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) ☐ General and/or Beneficial Owner ☐ Executive Officer □ Director Check Box(es) that Apply: □ Promoter Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) General and/or Check Box(es) that Apply: □ Promoter ■ Beneficial Owner ☐ Executive Officer Director Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code)

				В.	INFORMA	TION ABO	OUT OFFER	ING				
											Yes	No
1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?									,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	. 🔲	\boxtimes	
			Α	nswer also	in Append	lix, Colum	n 2, if filing	under ULO	DE.			
1 What	t is the min	imum inua	ctment the	t will be ac	cantad from	m any indi	vidual?				\$ 100.00)O*
2. What is the minimum investment that will be accepted from any individual?										. # 100,00		
											Yes	No
3. Does	the offerin	ng permit je	oint owners	ship of a si	ngle unit?.	•••••••					. 🛛	
comr offer and/c	nission or ing. If a po or with a st	similar ren erson to be ate or state	nuneration listed is and s, list the n	for solicitation associated ame of the	tion of pure I person or broker or e	chasers in a agent of a dealer. If m	be paid or a connection of broker or de nore than five information to	with sales of ealer regist re (5) perso	of securitient of securitient of securities	s in the the SEC sted are		
	-	ame first, it		1)								
<u> </u>		cial Corpo										
		ence Addre oad, Ann A	-	r and Stree 48103	t, City, Sta	te, Zip Coo	ae)					
		ed Broker o		CUIDE								
ranic U	. rissociali	J DIOACI C	. Doubl									
				ited or Inte							🔲 Al	l States
[AL]	[AK]	[AZ]	[AR]	[ĈA√]	[CO]	[CT]	[DE]	[DC]	[FL\]	[GA]	[HI]	[ID]
	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD✓]	[MA√]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR✓]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX✓]	[UT]	[VT]	$[\overline{VAV}]$	[WAY]	[WV]	[WI]	[WY]	[PR]
Full Na	me (Last n	ame first, i	f individua	1)								
Busines	s or Reside	ence Addre	ss (Numbe	r and Stree	t, City, Sta	te, Zip Co	de)				-	
Name o	f Associate	ed Broker o	or Dealer								<u> </u>	
				cited or Inte								l States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	— [HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
Full Na	me (Last n	ame first, i	f individua	l)		- -						
Busines	s or Reside	ence Addre	ess (Numbe	r and Stree	t, City, Sta	ite, Zip Co	de)		<u> </u>			
Name o	f Associate	ed Broker o	or Dealer		 							
			•••	• • •								
				cited or Inte lual States)			sers			***************************************	🔲 Al	l States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

^{*} A smaller amount may be accepted by the issuer in its sole discretion.

	C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE O	F P	ROCEEDS				
1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box \square and indicate in the columns below the amounts of the securities offered for exchange and already exchanged						
	Type of Security		Aggregate ffering Price	,	An	nount Already Sold	у
	Debt	S	0	_	\$	0	
	Equity	<u>s</u>	0	_	s	0	
	☐ Common ☐ Preferred						
	Convertible Securities (including warrants)	<u>\$</u>	0	_	<u>s</u>	0	_
	Partnership Interests	<u>\$</u>	0	_	\$	0	_
	Other (Individual Beneficial Interest in a Delaware Statutory Trust)	<u>s</u>	10,798,000	_	\$	10,798,000	
	Total	S	10,798,000		\$	10,798,000	
	Answer also in Appendix, Column 3, if filing under ULOE.						
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."					Aggregate	
			Number Investors		_	ollar Amount of Purchases	1
	Accredited Investors		30	_	\$	10,798,000	_
	Non-accredited Investors.		0		S	0	
	Total (for filings under Rule 504 only)				s		
	Answer also in Appendix, Column 4, if filing under ULOE.			_		. 	_
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1.						
	Type of Offering		Type of Security		D	ollar Amount Sold	t
	**				c		
	Rule 505	_		_	\$		_
	Regulation A			_	_		-
	Rule 504			-	\$	···	_
	Total	_		_	<u>\$</u>		_
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.						
	Transfer Agent's Fees	•••••		X	<u>\$0</u>		
	Printing and Engraving Costs		· · · · · · · · · · · · · · · · · · ·	×	\$0		
	Legal Fees			X	\$10	08,000	
	Accounting Fees			X	\$0		
	Engineering Fees			×	\$0		
	Sales Commission (specify finders' fees separately)			Ø	\$77	77,000	_
	Other Expenses (identify) Broker Dealer marketing and due diligence costs			X	\$33	33,000	
	Total			M	S1	218.000	_

	-								
	C. OFFERING PRICE,	, NUMBER OF INVESTORS, EXPENSES AND USE	OF	PROCEEDS					
b.	b. Enter the difference between the aggregate offering price given in response to Part C – Question 1 and total expenses furnished in response to Part C – Question 4.a. This difference is the "adjusted gross proceeds to the issuer."								
5.	each of the purposes shown. If the amount	I proceeds to the issuer used or proposed to be used to for any purpose is not known, furnish an estimate the total of the payments listed must equal the adjustions to Part C – Question 4.b above.	ano	i					
				Payments to Officers, Directors & Affiliates	Payments To Others				
	Salaries and fees		X	<u>\$</u> 0	∑ 5 0				
	Purchase of real estate		Ø	\$ 0	\$5,198,000				
	Purchase, rental or leasing and installa	ation of machinery and equipment	Ø	\$ 0	⊠ \$ 0				
	Construction or leasing of plant build	ings and facilities	×	\$ 0	⊠ \$ 0				
	offering that may be used in exchange	ding the value of securities involved in this e for the assets or securities of another issuer	Ø	s 0	∑ 5 0				
	Repayment of indebtedness		X	s 0	⊠ s 0				
	Working capital		×	\$840,000	≤ \$1,580,809				
	Other (specify): Real estate acquisition	on fees and costs	×	\$264,000	\$1,697,191				
	Column Totals		×	\$1,104,000	\$8,476,000				
	Total Payments Listed (column totals	added)		⊠ <u>\$9,</u>	580,000				
_		D. FEDERAL SIGNATURE							
foli	owing signature constitutes an undertaking	med by the undersigned duly authorized person. It by the issuer to furnish to the U.S. Second and by the issuer to any non-accredited in each pursual	Excl	nange Commissio	on, upon written				
Issı	er (Print or Type) sion Park Green, DST	Signatury		Date 12/21/0					
_	ne of Signer (Print or Type)	Title of Signer (Print or Type)	!	10/0/10	· ·				
Chr	istopher Finlay	Manager, Mission Trustoe Services, LLC, as the	ſ'ns	tœ of Mission Pa	ark Green, DST				

-ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE		
	2 presently subject to any of the disqualification provisions	Yes	No ⊠
	See Appendix, Column 5, for state response.		
2. The undersigned issuer hereby undertakes Form D (17 CFR 239.500) at such times a	s to furnish to any state administrator of any state in which this notice is fill as required by state law.	ed, a noti	ice on
The undersigned issuer hereby undertake issuer to offerees.	es to furnish to the state administrators, upon written request, information	ı furnishe	ed by the
Limited Offering Exemption (ULOE) of	e issuer is familiar with the conditions that must be satisfied to be entitled to the state in which this notice is filed and understands that the issuer claimilishing that these conditions have been satisfied.		
The issuer has read this notification and known undersigned duly authorized person.	ows the contents to be true and has duly caused this notice to be signed or	n its beha	alf by the
Issuer (Print or Type)	Signature		
Mission Park Green, DST	12/21/09	1	
Name (Print or Type)	Title (Frint or Type)		•
Christopher Finlay	Manager, Mission Trustee Services, LLC, as the Trustee of Mission Park	Green, I	DST

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

	2	<u> </u>	3			4			,
1	Intend to non-ac	to sell ccredited	Type of security and aggregate offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)			5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL		140		IIIVESIOIS	Amount	investors	Amount		
AK									
AZ									
AR									
CA		⊠	Beneficial interests in Delaware statutory trust- \$16,300,000	20	\$7,247,000	0	N/A		⊠
СО								Ö	
СТ									
DE								0	D
DC							,		
FL		⊠	Beneficial interests in Delaware statutory trust- \$10,798,000	ı	\$516,000	0	N/A		⊠
GA									
НІ									
IĐ									
IL		⊠	Beneficial interests in Delaware statutory trust- \$10,798,000	2	\$1,141,000	0	N/A		⊠
IN									ū
IA									
KS									
KY									
LA									
ME									
MD		⊠	Beneficial interests in Delaware statutory trust- \$10,798,000	1	\$50,000	0	N/A		⊠
МА		⊠	Beneficial interests in Delaware statutory trust- \$10,798,000	1	\$160,000	0	N/A		⊠
MI									
MN									

APPENDIX

1	Intend to non-a investors	to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)		amount pu	4 Tinvestor and rchased in State C-Item 2)		Disqual under Sta (if yes, explana	ification tte ULOE , attach ation of granted) -Item 1)
				Number of Accredited		Number of Non-Accredited	•	V	No
State	Yes	No.		Investors	Amount	Investors	Amount	Yes	NO D
МО									
MT NE									
NV									
	 	 							
NH									
NJ									
NM									
NY									
NC						-			
ND									
ОН									
ок					_				
OR		Ø	Beneficial interests in Delaware statutory trust- \$10,798,000	1	\$933,000	0	N/A		⊠
PA									
RI									
SC									
SD									
TN									
TX	0	Ø	Beneficial interests in Delaware statutory trust- \$10,798,000	1	\$100,000	0	N/A		⊠
UT									
VT									
VA		Ø	Beneficial interests in Delaware statutory trust- \$10,798,000	1	\$111,000	0	N/A		⊠
WA		⊠	Beneficial interests in Delaware statutory trust- \$10,798,000	2	\$540,000	0	N/A		Ø
wv									

APPENDIX

1		2	3		4					
								Disqual	ification	
			Type of security					under Sta		
	Intend	to sell	and aggregate		*	•		(if yes,		
İ	to non-a	ccredited	offering price			investor and		explanation of		
	investors	s in State	offered in state	1	amount pui	rchased in State		waiver granted)		
	(Part B	-Item 1)	(Part C-Item 1)		(Part	C-Item 2)		(Part E-Item 1)		
				Number of		Number of				
	!			Accredited		Non-Accredited				
State	Yes	No		Investors	Amount	Investors	Amount	Yes	No	
wı										
WY			-							
PR										

